

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS**

GROUPON, INC.

Plaintiff,

v.

SUNG SHIN,

Defendant.

)  
)  
)  
)  
)  
)  
)  
)  
)  
)

Case No. 1:21-cv-06082

Honorable Judge Charles P. Kocoras

**DECLARATION OF JAMES DAIRE**

I, James Daire, declare as follows:

1. I am a Senior Corporate Counsel at Yelp Inc. I have worked for Yelp for over two years. Before Yelp, I was a partner at Reed Smith LLP in San Francisco, California, where I worked for over 14 years. I make this declaration based on personal knowledge.

2. Yelp received the November 3, 2021 letter that Groupon's counsel sent to Sung Shin. (D.N. 1-2, Exhibit D, pp. 33-36.)

3. On November 5, 2021, I responded to the Groupon letter on Yelp's behalf. Among other things, I explained that Yelp had no interest in any alleged Groupon confidential information, and I asked Groupon to identify any such information (by file name or other marker) by November 9, 2021, so that Yelp could evaluate if any further steps should be taken before Mr. Shin was scheduled to start at Yelp on November 15, 2021. A true and correct copy of my November 5, 2021 letter is attached as Exhibit A.

4. On November 8, 2021, Kevin Cloutier, Groupon's outside counsel, and I spoke by phone to discuss Groupon's and Yelp's respective positions.

5. On November 10, 2021, I sent Mr. Cloutier a follow-up email because Groupon had not responded to the requests in my letter. On November 11, 2021, Mr. Cloutier replied, apologized, and told me he would call me right after speaking to Mr. Shin's counsel. A true and correct copy of this email exchange is attached as Exhibit B.

6. I have not heard from Mr. Cloutier—or anyone else on behalf of Groupon—since his November 11, 2021 email.

7. Yelp took its own steps as to the unspecified alleged Groupon confidential information, including requesting that Mr. Shin sign a sworn declaration as to certain facts, and reminding him specifically of Yelp’s policies that prohibit the improper use or disclosure of information of prior employers—policies that are also part of Mr. Shin’s employment agreement with Yelp. Yelp received Mr. Shin’s sworn declaration from his counsel on November 14, 2021, before he started working for Yelp on November 15, 2021.

I declare under penalty of perjury that the foregoing is true and correct. Executed on November 19, 2021 in Oakland, California.

  
\_\_\_\_\_  
James Daire